

N18330



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 462205 41001A

AUTHORIZATION :

Patricia P. Pitt

COST LIMIT : \$ 35

ORDER DATE : July 15, 1997

ORDER TIME : 10:11 AM

600002238196--0

ORDER NO. : 462205-005

CUSTOMER NO: 41001A

CUSTOMER: Mr. Larry Paine
St. Joe Industries, Inc.
Suite 400, Dupont Center
1650 Prudential Drive
Jacksonville, FL 32207

DOMESTIC AMENDMENT FILING

NAME: ST. JOE FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
97 JUL 15 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JUL 15 AM 10:38
DIVISION OF CORPORATION

NC
486/15

ARTICLES OF AMENDMENT OF ST. JOE FOUNDATION, INC.

Pursuant to Section 617.1006, Florida Statutes (1997), the Articles of Incorporation of the above-named corporation are hereby amended as follows:

1. Article I is hereby amended to read as follows:

The name of this corporation is St. Joe Corporation Foundation, Inc., and its principal place of business shall be located in Jacksonville, Duval County, Florida.

2. The foregoing Amendment was adopted by the Board of Trustees on 7/7/97.

3. The Amendment was adopted by the Board of Trustees without member action and member action was not required.

4. The Amendment shall be effective on 8/1/97, 1997 at 12:01 a.m.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 7th day of July, 1997.

ST. JOE CORPORATION FOUNDATION, INC.

By: Robert M. Rhodes
Robert M. Rhodes, Senior Vice
President and General Counsel

ACKNOWLEDGMENT

The foregoing instrument was acknowledged before me, a Notary Public of the State of Florida, by ROBERT M. RHODES, Senior Vice President and General Counsel of St. Joe Corporation Foundation, Inc., who is known to me and who did take an oath.

Valerie Lynn House
Notary Public, State of Florida

Print Name

My Commission expires:



Valerie Lynn House
MY COMMISSION # CC607010 EXPIRES
January 12, 2000
BONDED THRU TROY FAIR INSURANCE, INC.